

Rolls-Royce Group plc
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www.rolls-royce.com

Securities and Exchange Commission Division of Corporation Finance 450 Fifth Street, N.W. Washington, D.C. 20549

SUPPL

JUN 1 6 2004

7 June 2004

Re: Information for Rolls-Royce Group plc, No. 82-34721

Dear Sirs:

JUN 17 2004

THOMSON

000 6/17

The information listed below is enclosed and is being provided in compliance with Rule 12g3-2(b).

Schedule 5 – Block listing six monthly review Schedule 10 – One Notification of Major Interests in Shares Schedule 11 – Four Notifications of Directors Interests One Notification of Directors Interests Result of Annual General Meeting

If you have any questions, please contact me at 011-44-1332 -245-878.

Yours faithfully For Rolls-Royce Group plc

Deputy Company Secretary

communicateRNS



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Company

Rolls-Royce Grp Plc

TIDM

RR.

Headline

Blocklisting - Interim Review

Released

14:45 19 May 2004

Number

PRNUK-1905

SCHEDULE 5

BLOCK LISTING SIX MONTHLY RETURN

To: Listing Applications

UK Listing Authority

Financial Services Authority

25, The North Colonnade

Canary Wharf

London, E14 5HS

Please ensure the entries on this return are type

- 1. Name of company ROLLS-ROYCE GROUP PLC
- 2. Name of scheme ROLLS-ROYCE SHARESAVE SCHEME
- 3. Period of return: From 9/12/2003 to 12/05/2004
- 4. Number and class of share(s) (amount 10,235,646 ORDINARY SHARES OF 20p of stock/debt security) not issued EACH under scheme
- 5. Number of shares issued/allotted 522,371 under scheme during period:
- 6. Balance under scheme not yet issued/ 9,713,275 allotted at end of period
- 7. Number and class of share(s) (amount 10,613,975 ORDINARY 23 JUNE 2003 of stock/debt securities) originally listed and the date of admission;

Please confirm total number of shares in issue at the end of the period in order for us to update our records

1,679,023,927

Contact for queries: JOHN WARREN Address: MOOR LANE, DERBY DE24 8BJ

Name: JOHN WARREN Telephone: 01332 245878

Person making return Name: JOHN WARREN

Position: DEPUTY COMPANY SECRETARY Signature: ***************

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BLOCK LISTING SIX MONTHLY RETURN

To: Listing Applications

UK Listing Authority

Financial Services Authority

25, The North Colonnade

Canary Wharf

London, E14 5HS

Please ensure the entries on this return are type

- 1. Name of company ROLLS-ROYCE GROUP PLC
- 2. Name of scheme ROLLS-ROYCE EXECUTIVE SHARE OPTION SCHEME
- 3. Period of return: From 9/12/2003 to 12/05/2004
- 4. Number and class of share(s) (amount 3,056,319 ORDINARY SHARES OF 20p EACH of stock/debt security) not issued under scheme
- 5. Number of shares issued/allotted 1,272,245 under scheme during period:
- Balance under scheme not yet issued/ 1,784,074 allotted at end of period
- Number and class of share(s) (amount 3,244,925 ORDINARY 23 JUNE 2003 of stock/debt securities) originally listed and the date of admission;

Please confirm total number of shares in issue at the end of the period in order for us to update our records

1,679,023,927

Contact for queries: JOHN WARREN Address: MOOR LANE, DERBY, DE24 8BJ

Name: JOHN WARREN Telephone: 01332 245878

Person making return Name JOHN WARREN

END





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Company

Rolls-Royce Grp Plc

TIDM Headline

RR. Holding(s) in Company

Released

10:25 30 Apr 2004

Number

PRNUK-3004

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company

ROLLS-ROYCE GROUP PLC

2. Name of shareholder having a major interest

THE CAPITAL GROUP OF COMPANIES, INC

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

NON-BENEFICIAL INTEREST

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

SEE ENCLOSED SCHEDULE

- 5. Number of shares / amount of stock acquired
- 6. Percentage of issued class
- 7. Number of shares / amount of stock disposed
- 8. Percentage of issued class
- 9. Class of security

ORDINARY

- 10. Date of transaction
- 11. Date company informed

50,564,405

13. Total percentage holding of issued class following this notification

3.01%

14. Any additional information

S198 Companies Act 1985

15. Name of contact and telephone number for queries

JOHN WARREN - 01332 245878

16. Name and signature of authorised company official responsible for making this notification

JOHN WARREN - DEPUTY COMPANY SECRETARY

Date of notification

30/04/2004

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SCHEDULE

Registered Holder

No. of Shares

Chase Nominees Ltd

12,113,000

Woolgate House

Coleman Street

London EC2P 2HD

Nortrust Nominees

500,000

155 Bishopsgate

London EC2M 3XS

Mellon Nominees (UK) Ltd 2,999,800

150 Buchanan Street

Glasgow G1 2DY

State Street Nominees Ltd

413,100

Canary Wharf

27th Floor, 1 Canada Square

London E14 5AF

Bank of New York Nominees

13,403,900

Bank of New York

3 Birchin Lane

London EC3V 9BY

Northern Trust

2,429,800

C/o Nortrust Nominees Ltd

155 Bishopsgate

London EC2M 3XS

Midland Bank plc

373,200

5 Laurence

Poutney Hill

EC4R OE

Bankers Trust

492,300

59 % Southmark Street

2nd Floor

London SE1 0HH

Barclays Bank

255,100

Barclays Global Securities

Services

8 Angel Court

London EC2R 7HT

Citibank London

184,200

11 Old Jewry

London EC2R 8DB

Morgan Guaranty

695,200

83 Pall Mall

London SW1Y 5ES

Nortrust Nominees

7,921,200

155 Bishopsgate

London EC2M 3XS

State Street Bank & Trust Co

2,479,100

Deutsche Bank AG 2,137,600

23 Great Winchester Street

London EC2P 2AX

2,183,700 HSBC Bank plc

Securities Services,

Mariner House

Pepys Street

London EC3N 4DA

Mellon Bank N.A 530,400

London Branch

London

Northern Trust AVFC 394,100

South Africa

56,100 KAS UK

Kass Associate

PO Box 178

1000 AD Amsterdam

Bank One London 255,600

Lloyds Bank 51,700

Central Settlement Section

Branches Stock Office

34 Threadneedle Street

617,305 Citibank NA

Toronto

40,400 Deutsche Bank Mannheim

37,600 Citibank

50,564,405 Total

END







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Company

Rolls-Royce Grp Plc

TIDM

Headline Released Number Director Shareholding 15:00 7 Jun 2004

PRNUK-0706

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1. Name of company

2. Name of director

Rolls-Royce Group plc

Lord Moore of Lower Marsh

- 3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest
 - and, if more than one holder, the number of shares held by each of them (if notified)

4. Name of the registered holder(s)

In 2 above

Roy Nominees Limited

- 5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person (s)
- 6. Please state the nature of the transaction. For PEP transactions please indicate whether general/ single co PEP and if discretionary/ non discretionary

Market purchase

Number of 7. shares/amount of stock acquired

Percentage of 9. issued class

Number of shares/amount of stock

disposed

10. Percentage of issued class

n/a 5,257

11. Class of security

12. Price per share

13. Date of transaction

14. Date company informed

Ordinary

236p

07/06/2004

07/06/2004

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notification

100,737

Total holding following this 16. Total percentage holding of issued class following this notification

n/a

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

- 18. Period during which or date on which options exercisable
- 19. Total amount paid (if any) for 20. Description of shares or grant of the option
- debentures involved: class, number
- 21. Exercise price (if fixed at time 22. Total number of shares or of grant) or indication that price is to be fixed at time of exercise
- debentures over which options held following this notification
- 23. Any additional information
- 24. Name of contact and telephone number for queries

The above purchase of shares were made yesterday under arrangements for directors to purchase shares on a monthly basis using a percentage of their after tax fee. The above purchase is consistent with the arrangements which were put in place and commenced in September 2003.

John Warren - 01332 245878

Name and signature of authorised company official responsible for making 25. this notification

John Warren, Deputy Company Secretary

Date of notification 7/06/2004

END



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Company TIDM Rolls-Royce Grp Plc

RR.

Headline Director Shareholding Released 15:02 7 Jun 2004 PRNUK-0706 Number

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1. Name of company

2. Name of director

Rolls-Royce Group plc

Sir Philip John Weston

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

In 2 above

and, if more than one holder, the number of shares held by each of them (if notified)

4. Name of the registered holder(s)

- 5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person (s)
- 6. Please state the nature of the transaction. For PEP transactions please indicate whether general/ single co PEP and if discretionary/ non discretionary

Market purchase

7. Number of shares/amount of stock acquired

8. Percentage of 9. issued class

Number of shares/amount of stock disposed

10. Percentage of issued class

121

n/a

11. Class of security

12. Price per share

13. Date of transaction 14. Date company informed

Ordinary

236p

07/06/2004

07/06/2004

notification

5,541

15. Total holding following this 16. Total percentage holding of issued class following this notification

n/a

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

18. Period during which or date on which options exercisable

19. Total amount paid (if any) for 20. Description of shares or grant of the option

debentures involved: class, number

21. Exercise price (if fixed at time 22. Total number of shares or of grant) or indication that price is to be fixed at time of exercise

debentures over which options held following this notification

23. Any additional information

24. Name of contact and telephone number for queries

The above purchase of shares were made yesterday under arrangements for directors to purchase shares on a monthly basis using a percentage of their after tax fees. The above purchase is consistent with the arrangements which were put in place and commenced in September 2003.

John Warren - 01332 245878

Name and signature of authorised company official responsible for making 25. this notification

John Warren, Deputy Company Secretary

Date of notification 7/06/2004

END



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Company TIDM Rolls-Royce Grp Plc RR.

Headline Released Director Shareholding 14:00 10 May 2004

Number PRNUK-1005

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1. Name of company

2. Name of director

Rolls-Royce Group plc

Lord Moore of Lower Marsh

- 3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest
 - 4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

In 2 above

Roy Nominees Limited

- 5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person (g)
- 6. Please state the nature of the transaction. For PEP transactions please indicate whether general/ single co PEP and if discretionary/ non discretionary

Market purchase

7. Number of shares/amount of stock acquired

8. Percentage of 9. issued class

Number of shares/amount of stock disposed

10. Percentage of issued class

n/a 5,342

11. Class of security

12. Price per share

Date of transaction 14. Date company informed

Ordinary

232.25p

07/05/2004

07/05/2004

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notification

95,480

15. Total holding following this 16. Total percentage holding of issued class following this notification

n/a

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

- 18. Period during which or date on which options exercisable
- 19. Total amount paid (if any) for 20. Description of shares or grant of the option
- debentures involved: class, number
- 21. Exercise price (if fixed at time 22. Total number of shares or of grant) or indication that price is to be fixed at time of exercise
 - debentures over which options held following this notification
- 23. Any additional information
- 24. Name of contact and telephone number for queries

The above purchase of shares were made yesterday under arrangements for directors to purchase shares on a monthly basis using a percentage of their after tax. The above purchase is consistent with the arrangements which were put in place and commenced in September 2003.

John Warren - 01332 245878

Name and signature of authorised company official responsible for making 25. this notification

John Warren, Deputy Company Secretary

Date of notification 10/05/2004

END

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Company TIDM Rolls-Royce Grp Plc

Headline

Director Shareholding

Released

14:01 10 May 2004

Number

PRNUK-1005

RR

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1. Name of company

2. Name of director

Rolls-Royce Group plc

Sir Philip John Weston

them (if notified)

and, if more than one holder, the number of shares held by each of

- Please state whether notification 4. Name of the registered holder(s) indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest
 - In 2 above
- 5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person (s)
- 6. Please state the nature of the transaction. For PEP transactions please indicate whether general/ single co PEP and if discretionary/ non discretionary

Market purchase

7. Number of shares/amount of stock acquired

8. Percentage of 9. issued class

Number of shares/amount of stock disposed

10. Percentage of issued class

123

n/a

11. Class of security

12. Price per share

13. Date of transaction 14. Date company informed

Ordinary

232.25p

07/05/2004

07/05/2004

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notification

5,420

15. Total holding following this 16. Total percentage holding of issued class following this notification

n/a

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

18. Period during which or date on which options exercisable

19. Total amount paid (if any) for 20. Description of shares or grant of the option

debentures involved: class, number

21. Exercise price (if fixed at time 22. Total number of shares or

of grant) or indication that price debentures over which options held is to be fixed at time of exercise following this notification

23. Any additional information

24. Name of contact and telephone number for queries

The above purchase of shares were made yesterday under arrangements for directors to purchase shares on a monthly basis using a percentage of their after tax fees. The above purchase is consistent with the arrangements which were put in place and commenced in September 2003.

John Warren - 01332 245878

Name and signature of authorised company official responsible for making 25. this notification

John Warren, Deputy Company Secretary

Date of notification 10/05/2004

END

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Company TIDM Rolls-Royce Grp Plc

RR.

Headline Released Number Director Shareholding 14:03 10 May 2004

PRNUK-1005

STOCK EXCHANGE ANNOUNCEMENT

The Company announces the purchase on 7th May 2004 of 50,433 ordinary shares in the Company by Computershare Trustees Limited (the Trustee) at a price of 230.0 pence per share for the purpose of satisfying the purchase of ordinary shares by eligible employees (including executive directors) under the Rolls-Royce SharePurchase Plan (the Plan) for the current month. The Plan has been approved by the Inland Revenue as a share incentive plan under Schedule 8 to the Finance Act 2000.

Following the transaction the Trustee will hold 4,806,737 ordinary shares, all of which are held on behalf of eligible employees pursuant to the terms of the Plan.

The number of ordinary shares purchased on this date on behalf of the executive directors were as follows:

Sir John Rose 55

C H Green

A B Shilston 55

Company notified 10 May 2004

55

Dated 10 May 2004

For further information please contact John Warren, Deputy Company Secretary, Rolls-Royce Group plc, tel. no. 01332 245878

END









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Company

Rolls-Royce Grp Plc

TIDM

RR.

Headline Released

Result of AGM 15:39 6 May 2004

Number

PRNUK-0605

Rolls-Royce Group plc - Result of Annual General Meeting May 5 2004

The Board of Rolls-Royce Group plc is pleased to announce that at the Annual General Meeting held on May 5 2004, all resolutions put to the meeting were duly passed. The resolutions were set out in the notice of the Annual General Meeting dated March 10 2004.

Copies of the resolutions passed at the Rolls-Royce Group plc Annual General Meeting have been submitted to the UK Listing Authority's Document Viewing Facility and will be available for inspection by the public at this facility, which is situated at:

Financial Services Authority

25 The North Colonnade

Canary Wharf

London

E14 5HS

(tel. No. +44 (0) 20 7066 1000) during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted).

END

